

DUNHAM LANE CAPITAL PARTNERS LLC

**420 Lincoln Avenue, Suite 300
Saugus, MA 01906**

Form ADV Part 2A Firm Brochure

May 2, 2016

This brochure provides you with information about the qualifications and business practices of Dunham Lane Capital Partners LLC. If you have any questions regarding the contents of this brochure, please contact Stephen L. Huntzinger at Steve@dunhamlanecapital.com or (757) 810-2541 or Anthony L. Olivieri at Anthony@dunhamlanecapital.com or (914) 384-0762.

The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission ("SEC") or by any state securities authority.

We are registered as an investment adviser with the Massachusetts Securities Division. However, registration as an investment adviser does not imply a certain level of skill or training. Additional information about Dunham Lane Capital Partners LLC is available on the Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov. You can search this site by a unique identifying number known as a CRD number. Our firm's CRD number is 283276.

Item 2 Material Changes

Annual Update

This section of our brochure will reflect the annual update of any material changes that occurred since the previous delivery of our firm's brochure.

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Item 4 Advisory Business

A. Firm Description

Dunham Lane Capital Partners LLC (“DLCP” or the “Firm”) was organized as a Delaware limited liability company on March 4th, 2016.

DLCP’s current business activities consist of providing investment advisory services utilizing its investment strategy, including providing discretionary investment management services to qualifying individuals and entities through separately managed accounts.

The principal owners of DLCP are Stephen L. Huntzinger and Anthony L. Olivieri.

B. Types of Advisory Services

DLCP provides discretionary asset management services and utilizes a separately managed account platform to direct investments on behalf of its clients. This platform allows each client to possess an individual account housed with the custodian that DLCP will maintain full trading discretion over. The separately managed account setup allows increased transparency for clients as they can view the details of their account at any time through the custodian. The platform also gives the client and DLCP the ability to liquidate some or all of the client’s assets in a timely and orderly fashion without hindering the investment performance of other clients of DLCP. DLCP also believes that utilizing separately managed accounts is currently the most cost effective way to operate for both the client and DLCP.

DLCP is responsible for providing ongoing analysis and continuous monitoring of our client’s securities holdings. Our advice with respect to constructing portfolios and managed programs include investments in common stocks, exchange traded funds, exchange traded notes, bonds, currencies, and options.

C. Tailored Relationships

DLCP does not tailor its advisory services by client. DLCP employs the same capital allocation strategy across all of its accounts that it deems will provide the maximum risk adjusted return for all of its clients. DLCP’s clients understand that their account holdings will closely reflect those of other clients of DLCP. DLCP clients may not impose restrictions in certain securities or types.

D. Wrap Fee Programs

DLCP is not a participant in, or a sponsor of, any wrap fee program.

E. Assets under Management

DLCP manages \$0 assets as of May 2, 2016. DLCP projects to manage \$1,100,000.00 within 120 days of its registration as an Investment Adviser.

Item 5 Fees and Compensation

A. Advisory Fees

DLCP earns its fees and compensation by providing asset management services. DLCP utilizes a separately managed account platform to direct investments on behalf of its clients. Fee structures and account type availability for new accounts is subject to change. The compensation will be in the form of management fees and/or performance-based fees, and are assessed as follows:

1. Separately Managed Accounts

DLCP's compensation from separately managed account clients may take the form of: (i) a fee based on a percentage of the client's assets under management (the "Management Fee") and/or (ii) a performance or incentive based fee (the "Performance Fee"). Each client may elect to authorize DLCP's custodian to deduct its fees directly from such client's account.

a) Management Fees

DLCP's Management Fee for separate accounts may range from no such fee to 2.0% (on an annual basis) of the closing amount of net assets under management. The Management Fee is typically prorated and drafted daily by the account custodian. The accrued amount is then debited from the Client's account at the close of the quarter by the custodian. To avoid confusion, a Client that pays a Management Fee of 2.0% annually will incur a daily charge of 0.00794% of the Net Asset Value of that client's account in a calendar year with 252 business days.

b) Performance Fees

DLCP's Performance Fee for separate accounts will be assessed quarterly to Qualified Clients in compliance with the regulations of the Massachusetts Securities Division, and generally ranges from 15.0% to 25.0% of the increase in an account's net assets during such calendar quarter, paid in arrears. Performance Fees shall be subject to a loss carry-forward provision, also known as a "High Water Mark," so that no Performance Fee will be deducted from any investor's account by the custodian until prior losses have been recouped.

DLCP requires each client to complete a Managed Account Agreement in which the client must represent whether he, she, or it is a Qualified Client as such term is defined in Rule 205-3(d)(1) of the Investment Advisers Act of 1940.

Lower fees for comparable services may be available from other sources. Fees may vary from client to client based on client qualifications and specific circumstances. These fees are negotiable.

B. Billing

Fees may be deducted directly from client accounts by the custodian as described in Item 5A.

C. Other Fees & Expenses

There may be additional costs associated with portfolio management. Clients may incur certain charges imposed by other third parties in connection with investments made through the account, including, but not limited to, annual maintenance, brokerage, clearance, custody and administrative fees.

D. Refund Policy

DLCP has no formal refund policy because advisory fees payable are assessed in arrears.

E. Other Compensation

DLCP does not receive any compensation other than its advisory fees, as described in Item 5A.

Item 6 Performance-Based Fees

DLCP may receive performance-based compensation for each client as described in Item 5A. Performance-based compensation may create an incentive for the adviser to recommend an investment that may carry a higher degree of risk to the client.

Item 7 Types of Clients

A. Types of Clients

DLCP provides discretionary investment management services to numerous types of clients, including individuals, trusts, corporate pension and profit sharing plans, charitable institutions, and endowments.

B. Conditions for Account Management

DLCP generally requires a \$250,000 minimum account size. DLCP may, in its sole discretion, raise or lower the minimum requirement with respect to certain clients.

Item 8	Methods of Analysis, Investment Strategies and Risk of Loss
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A. Methods of Analysis

We use fundamental analysis to evaluate and locate undervalued stocks, bonds, and other securities. Our objective is to buy undervalued securities at a discount to our estimates of their fair value. We use “bottom up” analysis which means we focus on each company one by one, analyzing the Balance Sheet, Income Statement, and Statement of Cash Flows to determine what we believe to be the fair value. We place a primary emphasis on analyzing company financials, company-specific competitive advantages within their industry and company-specific economics.

We use a variety of tools in our analysis including, but not limited to, Value Line, SEC filings, company reports, press releases, newspapers, industry trade publications, books, stock screens, and investment company reports.

B. Investment Strategies

Our investment strategy’s objective is long-term capital appreciation. As mentioned above, we focus on analyzing one company at a time, with a primary emphasis on analyzing the financial statements and the company-specific economics for each business. We approach investing with a long-term time horizon, and although we do not impose minimum investment horizons, we prefer our clients to have a similar long-term (preferably 3-5 years or longer) time horizon.

We have a few tenets that are central to our investment philosophy:

- We view stocks as fractions of real businesses, meaning we approach investing in stocks that same way we would approach investing in an entire business, by analyzing each business’ historical financial statements, earnings history, economic advantages, company specific risks, and valuation among other things.
- We view stock price fluctuations (volatility) as an opportunity to occasionally buy stocks below their intrinsic value (estimated fair value) and at other times sell stocks at or above their intrinsic value. This means we do not manage our portfolios with the intention of minimizing volatility.
- We try to invest in stocks when they are available only at a discount to their intrinsic value. We believe that this margin of safety (or difference between price and estimated fair value) is a better way to manage risk than to try to time the overall market, minimize volatility, or use other techniques that are commonly employed by other investment professionals.

Since our investment strategy relies on in-depth analysis of each individual stock or security that we own, we practice a portfolio management style that is concentrated. We typically own between 5 and 20 stocks (although this number can be below 5 or above 20 depending on conditions and current opportunities). We believe that concentrating our investments on the stocks of businesses we know the best reduces our risk over the long-term, as we believe it is less risky to own a small number of stocks that you know in depth

as opposed to owning a large number of stocks that you know little about. However, this practice often leads to higher volatility than one would experience in a more widely diversified portfolio or index fund. We may also hold higher than industry average amounts of cash. We believe having a sizeable cash position at times is very important as it will enable us to capitalize during times of extreme distress and/or volatility.

Our investment strategy is generally focused on finding undervalued stocks. Although we maintain flexibility to invest in many different types of situations, our focus tends to revolve around investing in stocks in two broad categories which we refer to as Operating Businesses and Special Situations. In the Operating Business category, we are looking to invest in stocks of good businesses that are compounding their intrinsic value over time. We look for characteristics such as high returns on capital, consistent free cash flow, and a predictable business model. We prefer to buy these businesses at low prices relative to their normal, or average, earnings. In our Special Situations category, we look for businesses that are undergoing some type of corporate event that might lead to an increase in value. Examples of special situation investments include, but are not limited to, spinoffs, corporate restructurings, mergers, liquidations, asset sales, and rights offerings.

Although many investments fall into the above categories, we may invest in stocks that don't satisfy the above criteria when we believe that such an investment is undervalued.

When securities are purchased, they may be paid for in full or part of the purchase price may be borrowed from the broker. The securities purchased are the broker's collateral for the loan. If the securities in the account decline in value, so does the value of the collateral supporting the loan, and, as a result, the firm can take action, such as issue a margin call and/or sell securities in any of the accounts held with the member, in order to maintain the required equity in the account.

The above summary descriptions of our investment strategies and their risks are not designed to be comprehensive. Please contact us with any questions pertaining to our method of analysis, our investment strategy, or the various risks involved.

C. Risk of Loss

Investing in securities involves risk of loss that clients should be prepared to bear.

Notwithstanding the method of analysis or investment strategy employed by DLCP, the assets of each client are subject to risk of devaluation or loss. DLCP wants investors to be aware that there are many different events that can affect the value of your assets or portfolio, including, but not limited to, changes in financial status of companies, market fluctuations, changes in exchange rates, change in interest rates, trading suspensions and delays, economic reports, terrorism and natural disasters.

Here are a few more details on some areas of risk that a client should consider:

Market Risks

Stock prices fluctuate in response to many different factors. These fluctuations often lead to sustained periods of time where stock prices are generally going down. Despite our evaluation that a given stock is both undervalued and of high quality, there is a strong chance that this given stock will decline with the overall market. Our clients need to understand that our investment strategy is designed for long-term capital appreciation but is not immune to the general fluctuations of the overall stock market, meaning that client assets can decline in value for sustained periods of time.

Volatility Due to Concentration

It is important to understand that when we make investments, our mindset is that we are making a long-term investment stake in a business that we usually intend to hold for long periods of time and we are not concerned with the day to day fluctuations of the market price of the stock. Again, we manage our portfolios for long-term capital appreciation, and not to minimize short-term volatility, and you should expect higher than average volatility in your account than you would experience if you invested in an index fund or more widely diversified portfolio.

Small Cap Stocks

At any given time, we may decide to invest in smaller sized companies (small cap or microcap stocks) of a less seasoned nature whose securities are traded in the over-the-counter market. These “secondary” securities often involve significantly greater risks than the securities of larger, better-known companies including, but not limited to, liquidity risks, businesses risks, and economic risks.

Liquidity Risks

We occasionally invest in securities which are illiquid or thinly-traded or for which no liquid market exists. Although we define risk as the chance of permanent loss of capital and not the level of liquidity in any given security, there is a risk that we may not be able to sell this type of illiquid security in a timely manner if needed which could result in a loss.

While this information provides a synopsis of the events that may affect your investments, this listing is not exhaustive. We want you to understand that there are inherent risks associated with investing, and, depending on the risk occurrence, you may suffer loss of all or part of your principal investment.

Key Man Risk

DLCP currently has two principals who monitor the portfolio. Should either principal cease to be actively involved in the operation of DLCP, it could result in an adverse effect on the performance of the portfolio.

D. Recommendation of Specific Types of Securities

DLCP does not focus its advice on, or make recommendations relative to, any specific security. Our advisory services encompass an array of securities and investment vehicles.

Item 9 Disciplinary Information

DLCP and its employees have not been involved in any legal or disciplinary events related to past or present investment clients.

Clients may obtain disciplinary history of DLCP or its representatives from the Massachusetts Securities Division upon request.

Item 10 Other Financial Industry Activities and Affiliations
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A. Financial Industry Activities

DLCP is not a registered broker-dealer and does not have an application pending to register as a broker-dealer. Furthermore, none of DLCP's management or supervised persons is registered as representatives of, or has an application pending to register as representatives of, a broker-dealer.

B. Financial Industry Affiliations

DLCP is not a registered futures commission merchant, commodity pool operator, or commodity trading advisor, and does not have an application pending to register as such. Furthermore, none of DLCP's management or supervised persons is registered as, or has applications pending to register as, an associated person of any such entity.

C. Other Material Relationships

DLCP does not have any arrangements that are material to its advisory business or its clients with a related person who is a broker-dealer, investment company, other investment advisor, financial planning firm, commodity pool operator, commodity trading adviser, futures commission merchant, banking or thrift institution, accounting firm, law firm, insurance company or agency, pension consultant, real estate broker or dealer, or an entity that creates or packages limited partnerships other than those already disclosed herein.

D. Other Investment Advisers

DLCP does not have any arrangements that are material to its advisory business or its clients with other investment advisers.

Item 11	Code of Ethics, Participation or Interest in Client Transactions and Personal Trading
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A. Code of Ethics

All employees of DLCP must act in an ethical and professional manner. In view of the foregoing and applicable provisions of relevant law, DLCP has determined to adopt a Code of Ethics to specify and prohibit certain types of transactions deemed to create conflicts of interest (or at least the potential for or the appearance of such a conflict), and to establish reporting requirements and enforcement procedures relating to personal trading by DLCP personnel. DLCP's Code of Ethics, which specifically deals with professional standards, insider trading, personal trading, gifts and entertainment, and fiduciary duties, establishes ideals for ethical conduct based upon fundamental principles of openness, integrity, honesty, and trust. We will provide a copy of our Code of Ethics to any client or prospective client upon request.

B. Proprietary Trading

At times, we at DLCP may buy or sell securities for our own accounts that we have also recommended to clients. DLCP will always document any transactions that could be construed as conflicts of interest. To mitigate or remedy any conflicts of interest or perceived conflicts of interest, we will monitor our proprietary and personal trading reports for adherence to our Code of Ethics.

C. Simultaneous Trading

From time to time, representatives of DLCP may buy or sell securities for themselves at or around the same time as clients. In any instance where similar securities are being bought or sold, we will uphold our fiduciary duty by always transacting on behalf of our clients before transacting for our own benefit.

Item 12	Brokerage Practices
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A. Selection and Recommendation

DLCP will select and recommend broker-dealers or custodians based on a number of factors, including, but not limited to, ease of administration, quality of execution, commission rates, and pre-existing agreements.

Brokerage for Client Referrals

When selecting or recommending broker-dealers to clients, DLCP does not consider whether it receives client referrals from a broker-dealer or third party.

B. Directed Brokerage

1. General Requirements

DLCP recommends that clients utilize a broker to execute transactions. This arrangement is designed to maximize efficiency and to be cost effective for our clients. By requiring clients to use our specific custodians, we seek to achieve most favorable execution of client transactions.

2. Permit

While DLCP does not ordinarily permit clients to direct brokerage, this matter be given due consideration depending on the needs of the client.

C. Order Aggregation

DLCP may, at times, aggregate sale and purchase orders of securities for advisory accounts with similar orders in order to obtain the best pricing averages and minimize trading costs. This practice is reasonably likely to result in administrative convenience or an overall economic benefit to DLCP. Clients also benefit relatively with better purchase or sale execution prices, lower commission expenses or beneficial timing of transactions, or a combination of these and other factors. Our policies and procedures mandate aggregating multiple orders. Aggregate orders will be allocated to client accounts in a systematic, non-preferential manner.

Item 13 Review of Accounts
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A. Periodic Reviews

DLCP reviews its client's account activity at least monthly. The reviews are monitored by Stephen L. Huntzinger and Anthony L. Olivieri and consist of determining whether your investment goals and objectives are aligned with our investment strategies. If it is determined that a potential conflict between the investment strategy and the client's investment goals could arise, we will immediately contact the client to explain our opinion and collectively determine the proper steps to take.

B. Intermittent Review Factors

Intermittent reviews may be triggered by substantial market fluctuation, economic or political events, or by changes in your financial status (such as retirement, termination of employment, relocation or inheritance).

Clients are advised to notify DLCP promptly if there are any materials changes to their financial situations, investment objectives, or in the event they wish to place restrictions on their accounts.

C. Client Reports

Our firm does not prepare separate written client reports. Clients will receive a report at least quarterly from the custodian, detailing account performance. Clients can also elect to receive electronic monthly statements and can access their account online at any time in between reporting periods. We provide a quarterly letter in addition to the report from the custodian. Our letter typically contains brief commentary on our individual positions and/or past investments.

Item 14 Client Referrals and Other Compensation
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A. Economic Benefits from Others

DLCP does not receive an economic benefit (such as sales awards or other prizes) from any third party for providing investment advice or other advisory services to its clients.

B. Compensation to Unaffiliated Third Parties

DLCP currently does not compensate any other person for client referrals.

Item 15 Custody

A. Custodian of Assets

DLCP does not have direct custody of any client funds or securities.

B. Account Statements

Although we are your investment adviser, your statements will be mailed or made available electronically by the broker-dealer or custodian. When you receive these statements, please review them carefully. Please compare asset values, holdings, and fees on your statement to that in the previously issued account statement.

Item 16 Investment Discretion

Unless otherwise agreed to in writing, the client grants DLCP full discretionary authority in order to supervise and direct the investments of your accounts. This authority is for the purpose of making and implementing investment decisions without your prior consultation.

Our discretionary authority does not give authority to take or have possession of any assets in your account or to direct delivery of any securities or payment of any funds held in the account to DLCP. Furthermore, our authority by agreement does not allow us to direct the disposition of such securities or funds to anyone except you, the account owner.

Item 17 Voting Client Securities
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DLCP does not accept authority to vote client securities. Upon the request of a client, DLCP may make recommendations with regard to client's vote of securities.

Item 18 Financial Information

A. Balance Sheet Requirement

DLCP does not require or solicit prepayment of more than \$500 in advisory fees per client, six months or more in advance. Therefore we are not required to include a financial statement.

B. Discretionary Authority

DLCP has discretionary authority to manage client assets. DLCP does not have the ability to directly deduct advisory fees payable to it. Such fees are deducted by DLCP's custodian.

DLCP does not have any financial impairment that will preclude it from meeting contractual commitments to clients.

C. Bankruptcy Petition

DLCP has not been the subject of a bankruptcy petition at any time during the past ten (10) years.

Item 19 Requirements for State-Registered Advisers
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A. Firm Management

DLCP has two managing members, Stephen L. Huntzinger and Anthony L. Olivieri. Messrs. Huntzinger and Olivieri are investment adviser representatives of DLCP. Their education and business background can be found in the attached Brochure Supplement (Form ADV 2B).

B. Other Business Activities

DLCP is not engaged in any other business other than providing investment advisory services.

C. Performance-Based Fees

DLCP does receive performance-based compensation, as described in Item 5A. Performance-based compensation may create an incentive for DLCP to make investments on behalf of clients that are riskier or more speculative than would be the case in the absence of such compensation.

D. Disciplinary Reporting Disclosure

1. Arbitration Claims

Neither DLCP nor its management personnel has been found liable in any arbitration claim alleging damages in excess of \$2,500 involving an investment or investment-related business or activity, fraud, false statements or omissions, theft, embezzlement, or other wrongful taking of property, bribery, forgery counterfeiting, or extortion, or dishonest, unfair or unethical practices.

2. Civil, Self-Regulatory Organization (SRO), or Administrative Proceeding

Neither DLCP nor its management personnel has been found liable in any civil, self-regulatory organization, or administrative proceeding involving an investment or investment related business or activity, fraud, false statements or omissions, theft, embezzlement, or other wrongful taking of property bribery, forgery, counterfeiting, or extortion, or dishonest, unfair or unethical practices.

E. Relationships or Arrangements with Securities Issuers

Neither DLCP nor its management personnel has a relationship or arrangement with any issuer of securities.

PRIVACY POLICY

DLCP does not disclose nonpublic personal information about its clients or former clients to any persons other than as described below. DLCP collects information about its clients (such as name, address, social security number, assets and income) from discussions with clients, from documents that clients may deliver to DLCP (such as account applications) and in the course of providing services. In order to service its client accounts and effect client transactions, DLCP may provide client personal information to its custodian and other affiliates and to firms that assist it in servicing client accounts and which have a need for such information. DLCP does not otherwise provide information about its clients to outside firms, organizations or individuals, except as required by law. Any party that receives this information will use it only for the services required and as allowed by applicable law or regulations, and is not permitted to share or use this information for any other purpose. DLCP does not independently verify information provided by a custodian, client, or other third party, nor does DLCP guarantee the accuracy or validity of such information. DLCP is not liable for any loss resulting from its use of information provided by a client, a custodian, or other third-party in the course of providing its services.

Consistent with Massachusetts law, clients must “opt-in” to share non-public personal information with non-affiliated third parties before any personal information is disclosed. DLCP may disclose non-public personal information to other financial institutions with whom DLCP has joint business arrangements for proper business purposes in connection with the management or servicing of clients’ accounts.

NOTICE:

These brochure supplements provide information about the Investment Adviser Representatives of Dunham Lane Capital Partners LLC. You should have received a copy of the Brochure for DLCP, as well. Please contact Stephen L. Huntzinger or Anthony L. Olivieri, Managing Members and Chief Compliance Officers, if you did not receive DLCP's brochure. You can also contact Mr. Huntzinger or Mr. Olivieri if you have any questions about the content of the attached supplements.

Brochure Supplement
(Part 2B of Form ADV)

DUNHAM LANE CAPITAL PARTNERS LLC

**420 Lincoln Avenue, Suite 300
Saugus, MA 01906**

Telephone: 757-810-2541 or 914-384-0762

Email: Steve@dunhamlanecapital.com or Anthony@dunhamlanecapital.com

May 2, 2016

A. General Requirements

Generally, DLCP requires employees to hold a college or advanced degree or have relevant working experience in the securities industry. Any employee of DLCP acting in a representative capacity will be appropriately licensed or registered as such.

B. Investment Adviser Representative Information

<p style="text-align: center;">Stephen L. Huntzinger, Investment Adviser Representative</p>
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CRD Number: 4975754
Year of Birth: 1984

<p>Item 20 Education and Business Experience</p>
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Educational Background:
Finance, Virginia Tech 2008

Related Business Experience:
Vice President
Citigroup Global Markets Inc. (2008-2016)

Managing Member
Banyan Real Estate Group (2013-Present)

Investment Adviser Representative Information

<p style="text-align: center;">Anthony L. Olivieri, Investment Adviser Representative</p>
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CRD Number: 5547700
Year of Birth: 1988

<p>Education and Business Experience</p>

Educational Background:
Finance, Boston College 2010

Related Business Experience:
Vice President
Citigroup Global Markets Inc. (2010-2016)

Managing Member
Banyan Real Estate Group (2013-Present)

Item 21 Disciplinary Information
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Mr. Huntzinger and Mr. Olivieri do not have any legal or disciplinary events material to a client's or prospective client's evaluation.

As disclosed in Form ADV Part 2A, Item 9, clients may obtain disciplinary history of DLCP or its representatives from the Massachusetts Securities Division upon request.

Item 22 Other Business Activities

Mr. Huntzinger and Mr. Olivieri are currently managing members of Banyan Real Estate Group GP, LLC. Their involvement in this company is not full-time, but it may require their time away from DLCP periodically.

Item 23 Additional Compensation

Mr. Huntzinger and Mr. Olivieri do not receive any economic benefit from any third party for providing advisory services.

Item 24 Supervision

Mr. Huntzinger and Mr. Olivieri are Managing Members and the Chief Compliance Officers of DLCP. They are also responsible for providing advice to clients. DLCP administers supervision through application of its written policies and procedures.

Item 25 Requirements for State-Registered Advisers
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A.1 Arbitration Claims

None. See Item 19 D of Part 2A (Firm Brochure).

A.2 Self-Regulatory Organization or Administrative Proceedings

None. See Item 19D of Part 2A (Firm Brochure).

B. IAR Bankruptcy Petitions

Stephen L. Huntzinger and Anthony L. Olivieri have not been the subject of a bankruptcy petition at any time during the last 10 years.